

SUPPORTING STATEMENT FOR REGISTRATION FORM F-X

A. JUSTIFICATION

1. Circumstances Making the Collection of Information Necessary

Form F-X is used for the appointment of an agent for service of process by eligible Canadian issuers registering securities on Forms F-8, F-10, F-80 under the Securities Act; registering securities on Form 40-F under the Exchange Act; or filing periodic reports on Form 40-F under the Exchange Act. It is also used by any person filing tender offer documents on Schedules 13E-4F, 14D-1F or 14D-9F under the Exchange Act and by any non-U.S. person acting as trustee with respect to securities registered on Forms F-7, F-8, F-10 or F-80. In addition, Form F-X is used by a Canadian issuer qualifying an offering statement pursuant to Regulation A and by any non-issuer providing Form CB in connection with a tender offer, rights offering or business combination.

2. Purpose and Use of the Information Collection

Form F-X provides investors with information about the U.S. person who has been appointed agent upon whom may be served any process, pleadings, subpoenas or other papers in certain civil suits brought against the filer of the Form, or in any investigation or administrative proceeding conducted by the Commission.

3. Consideration Given to Information Technology

Form F-X is filed electronically on the EDGAR system.

4. Duplication of Information

Form F-X is a document designed to provide investors in certain Canadian securities with information concerning the U.S. person designated as an agent for service of process. The Form also serves as consent to service of an administrative subpoena and includes an undertaking to assist the Commission in administrative investigations. This information is only available through this Form.

5. Reducing the Burden on Small Entities

As noted above, certain Canadian issuers are required to file Form F-X. Any non-U.S. person acting as a trustee with respect to securities registered on Forms F-7, F-8, F-10 or F-80 must also file Form F-X. All issuers filing Form F-X should have the resources available to prepare the necessary information for the Commission. The Form does not unduly burden small entities.

6. Consequences of Not Conducting Collection

If the information required in Form F-X was not available, U.S. investors may find it difficult to effectuate service of process, and the Commission may find it difficult to require certain Canadian issuers to assist the Commission with administrative investigations. Also, persons considering investment in securities issued by Canadian companies would find it more difficult and expensive to obtain the necessary information if the specified persons were not required to file this information with the Commission

7. Special Circumstances

Not applicable.

8. Consultations with Persons Outside the Agency

Form F-X was proposed for public comment. No comments were received during the 60-day comment period prior to OMB's review of this submission.

9. Payment or Gift to Respondents

Not applicable.

10. Confidentiality

Form F-X is a public document.

11. Sensitive Questions

Not applicable.

12. Estimate of Respondent Reporting Burden

We estimate Form F-X takes approximately two hours to prepare and is filed by 161 respondents for a total of 322 burden hours (2 hours per response x 161 responses). The estimate of burden hours is made solely for the purpose of the Paperwork Reduction Act. It is not derived from a comprehensive or even a representative survey or study of the cost of Commission rules and forms.

13. Estimate of Total Annualized Cost Burden

We estimate that there is no cost associated with this information collection because 100% of the burden is prepared by the issuer.

14. Costs to Federal Government

Regarding the costs to the federal government, we estimate that the Commission's costs associated with the multijurisdictional registration system are approximately \$10,000.

15. Reason for Change in Burden

Not applicable.

16. Information Collection Planned for Statistical Purposes

Not applicable.

17. Approval to Omit OMB Expiration Date

We request authorization to omit the expiration date on the electronic version of this form for design and scheduling reasons. The OMB control number will be displayed.

18. Exceptions to Certification for Paperwork Reduction Act Submissions

Not applicable.

B. STATISTICAL METHODS

Not applicable.